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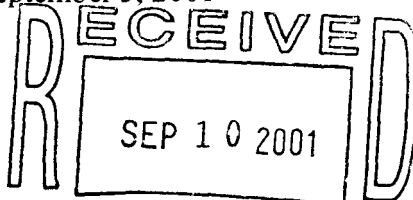
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September 5, 2001



Licensing & Technical
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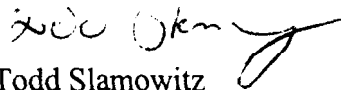
Re: FCC Ownership Disclosure Information (Form 602)
Northstar Technology, LLC

Dear Sir or Madam:

On behalf of Northstar Technology, LLC. ("Northstar"), enclosed is its FCC Ownership Disclosure Information (Form 602). Northstar is filing the Form 602 as an applicant for an assignment of several PCS licenses.

If you have any questions with respect to this matter, please contact the undersigned.


Respectfully submitted,


Todd Slamowitz

Enclosure ~ ~



Applicant/Licensee Information

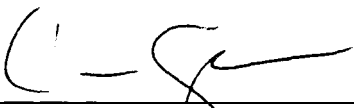
1) First Name (if individual):.	MI:	Last Name:
2) Applicant Name (if entity): Northstar Technology, LLC		3) Applicant TIN: 

Related FCC Regulated Businesses of Applicant/Licensee

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:
Northstar Telecom, LLC	Telecommunications		100%

Signature

5) Typed or Printed Name of Party Authorized to Sign


First Name (if individual): Carlos	MI:	Last Name: Carpenter	Suffix:
Title: Authorized Representative			
Signature: 			Date: 9-4-01
Failure to Sign This Application May Result in Dismissal of the Application and Forfeiture Of Any Fees Paid			
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).			

**FCC 601
Main Form**

**FCC Ownership Disclosure Information for the
Wireless Telecommunications Services**

Approved by OMB
3060 -- 0799
See Instructions for
public burden estimate

Applicant/Licensee Information

1) First Name (if individual):	MI:	Last Name:	suffix:
2) Applicant Name (if entity): Northstar Technology, LLC		3) Applicant TIN: 	

Related FCC Regulated Businesses of Applicant/Licensee

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:
Northstar Telecom, LLC 3333 Cumberland Gap Parkway, Corbin, KY 40701	Telecommunications		100%


Signature

5) Typed or Printed Name of Party Authorized to Sign


First Name (if individual): Carlos	MI:	Last Name: Carpenter	Suffix:
Title: Authorized Representative			
Signature:			Date:
Failure to Sign This Application May Result in Dismissal of the Application and Forfeiture Of Any Fees Paid			
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).			

Schedule for Disclosable Interest Holders


Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) First Name (if individual): -Thomas		MI: G	Last Name: Ward	suffix:
2) Disclosable Interest Holder's Name (if entity):			3) 	
4) Disclosable Interest Holder's Address: 1264 Standish Way, Lexington, KY 40504				
5) Type of Interest in Applicant (D,R,K) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n) (1) (refer to instructions for list of codes)		7) Percent of Interest Held in Applicant: 20%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): (0) - Membership Interest		9) Disclosable Interest Holder's Country of Citizenship: USA		
10) Relationship Description (if the disclosable interest holder is an Indirect owner, list path of ownership from indirect owner to the applicant): Thomas G. Ward owns a 20 percent membership interest in applicant.				

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Third Kentucky Cellular Corporation 447 Springhill Drive, Lexington, KY 40503	Telecommunications		100%

Disclosable interest Holder Information (complete as many as required to describe all disclosable interest holders)


1) First Name (if individual):- Carlos	MI:	Last Name: Carpenter	suffix:
2) Disclosable Interest Holder's Name (if entity):			3) 
4) Disclosable Interest Holder's Address: 3333 Cumberland Gap Parkway, Corbin, KY 40701			
6) Type of Interest in Applicant (D,R,K) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n) (I) (refer to instructions for list of codes)	7) Percent of Interest Held in Applicant: 35.4%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): (0) – Membership Interest		9) Disclosable Interest Holder's Country of Citizenship: USA	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Carlos Carpenter owns 35.4 percent membership interest in the applicant.			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
None.			

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

-1) First Name (if individual): -Timothy		MI:	Last Name: Burnette	suffix:
2) Disclosable Interest Holder's Name (if entity):				
4) Disclosable Interest Holder's Address: 12817 Clearridge Road, Knoxville, TN 37922				
7) Type of Interest in Applicant (D,R,K) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n) (I) (refer to instructions for list of codes)		7) Percent of Interest Held in Applicant: 5 %	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): (0) - Membership Interest		9) Disclosable Interest Holder's Country of Citizenship: USA		
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Timothy Burnette owns a 5 percent membership interest in the applicant				


Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
None.			

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services
Schedule for Disclosable Interest Holders

Approved by OMB
3060 -- 0799
See Instructions for
public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)


-1) First Name (if individual): Robert	MI:	Last Name: Jenson	Suffix:
2) Disclosable Interest Holder's Name (if entity):		3) 	
4) Disclosable Interest Holder's Address: 395 Hunt Woods Drive, Martinsville, VA 24112			
8) Type of Interest in Applicant (D,R,K) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n) (I) (refer to instructions for list of codes)	7) Percent of Interest Held in Applicant: 5%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): (0) -- Membership Interest		9) Disclosable Interest Holder's Country of Citizenship: USA	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Robert Jenson owns a 5 percent membership interest in the applicant.			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
None.			

Schedule for Disclosable Interest Holders


Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) First Name (if individual): R. Frederick		MI:	Last Name: Keith	suffix:
2) Disclosable Interest Holder's Name (if entity): 				
4) Disclosable Interest Holder's Address: 5710 Wooster Pike, Suite 212, Cincinnati, OH 45227				
9) Type of Interest in Applicant (D) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n) (I) (refer to instructions for list of codes)		7) Percent of Interest Held in Applicant: 23.6%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): (0) - Membership Interest		9) Disclosable Interest Holder's Country of Citizenship: USA		
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): R. Frederick Keith owns a 23.6 percent membership interest in the applicant.				

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
None.			


Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) First Name (if individual): -	MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): Hemphill Corporation		3) 	
4) Disclosable Interest Holder's Address: 3515 Dawson Road, Tulsa, OK 74115			
10) Type of Interest in Applicant (D) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n) (C) (refer to instructions for list of codes)		7) Percent of Interest Held in Applicant: 10%
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): (0) -Membership Interest		9) Disclosable Interest Holder's Country of Citizenship: USA	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Hemphill Corporation has a 10 percent membership interest in the applicant.			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
None.			

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) First Name (if individual): Steve	MI:	Last Name: Mobley	Suffix:
2) Disclosable Interest Holder's Name (if entity):		3) TIN: 	
4) Disclosable Interest Holder's Address: 3333 Cumberland Gap Parkway, Corbin, KY 40701			
11) Type of Interest in Applicant (D) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n) (I) (refer to instructions for list of codes)	7) Percent of Interest Held in Applicant: 1%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): (0) – Membership Interest		9) Disclosable Interest Holder's Country of Citizenship: USA	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Steve Mobley has a 1 percent membership interest in the applicant.			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
None.			